

To: Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423

20852
RECEIVED
SURFACE TRANSPORTATION
BOARD

4-49 PM

SEP 5 4 49 PM '97
RECORDATION NO.

20857-A
FILED

Re: Documents to be Recorded Pursuant to 49 U.S.C. § 11301

SEP 5 '97

4-49 PM

The index information for the Termination of Security Agreement is as follows:

Prior Recording

Information: Security Agreement recorded August 12, 1997 at 12:18 p.m. and given
Recordation Number 20814

Railcars: 115 aluminum Aeroflo AutoFlood Coalporter railcars bearing consecutive
railroad reporting marks WFAX97500 through WFAX97614, inclusive;
and 105 aluminum Aeroflo AutoFlood Coalporter railcars bearing
consecutive railroad reporting marks WFAX97000 through WFAX97104,
inclusive.

Secured Party: Johnstown America Corporation
17 Johns Street
Johnstown, PA 15901

Debtor: Western Fuels Association, Inc.
405 Urban Street, Suite 305
Lakewood, Colorado 80228

Interest: Release of security interest held by Johnstown in the Railcars.

The index information for the Memorandum of Lease - Kansas City is as follows:

Railcars: 115 aluminum Aeroflo AutoFlood Coalporter railcars bearing consecutive
railroad reporting marks WFAX97500 through WFAX97614, inclusive.

Lessor: ICX Corporation
3 Summit Park Drive, Suite 200
Cleveland, Ohio 44131

Lessee: Western Fuels Association, Inc.
405 Urban Street, Suite 305
Lakewood, Colorado 80228

Interests: The Railcars are owned by ICX and leased to Western Fuels.

The index information for the Memorandum of Security Agreement - Kansas City is as follows:

Railcars: 115 aluminum Aeroflo Autoflood railcars bearing consecutive railroad

reporting marks WFX97500 through WFX97614, inclusive.

Debtor-Assignor: ICX Corporation
3 Summit Park Drive, Suite 200
Cleveland, Ohio 44131

Secured Party-Assignee: St. Paul Bank for Cooperatives
375 Jackson Street
St. Paul, Minnesota 55101

Interest: ICX granted St. Paul Bank a security interest in the Railcars and assigned to St. Paul Bank its rights under the Lease Agreement between ICX, as Lessor, and Western Fuels Association, Inc., as Lessee.

The index information for the Memorandum of Lease - Siketon is as follows:

Railcars: 105 aluminum Aeroflo AutoFlood Coalporter railcars bearing consecutive railroad reporting marks WFX97000 through WFX97104, inclusive.

Lessor: ICX Corporation
3 Summit Park Drive, Suite 200
Cleveland, Ohio 44131

Lessee: Western Fuels Association, Inc.
405 Urban Street, Suite 305
Lakewood, Colorado 80228

Interests: The Railcars are owned by ICX and leased to Western Fuels.

The index information for the Memorandum of Security Agreement - Siketon is as follows:

Railcars: 105 aluminum Aeroflo Autoflood railcars bearing consecutive railroad reporting marks WFX97000 through WFX97104, inclusive.

Debtor-Assignor: ICX Corporation
3 Summit Park Drive, Suite 200
Cleveland, Ohio 44131

Secured Party-Assignee: St. Paul Bank for Cooperatives
375 Jackson Street
St. Paul, Minnesota 55101

Interest: ICX granted St. Paul Bank a security interest in the Railcars and assigned to St. Paul Bank its rights under the Lease Agreement between ICX, as Lessor, and Western Fuels Association, Inc., as Lessee.

SEP 5 '97

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MEMORANDUM OF LEASE

Kansas City

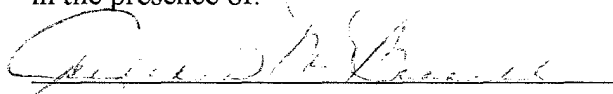
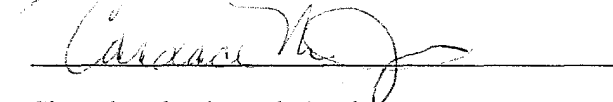
This Memorandum of Lease is entered into as of the 30 day of ^{September} ~~August~~, 1997, by and between ICX Corporation, an Ohio corporation having its principal place of business at 3 Summit Park Drive, Suite 200, Cleveland, Ohio 44131 ("Lessor") and Western Fuels Association, Inc., a Wyoming corporation having its principal place of business at 405 Urban Street, Suite 305, Lakewood, Colorado 80228.

1. Lessor is the owner of 115 aluminum Aeroflo AutoFlood Coalporter railcars bearing consecutive railroad reporting marks WFAX97500 through WFAX97614, inclusive (collectively, the "Railcars").

2. Lessor and Lessee have entered into a Lease Agreement dated August 27, 1997 pursuant to which Lessor will lease the Railcars to Lessee for an initial term of fifteen years commencing September 1, 1997. Lessee has assigned to Lessor certain accounts receivable and contract rights as security for its obligations under the foregoing Lease Agreement.

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first written above.

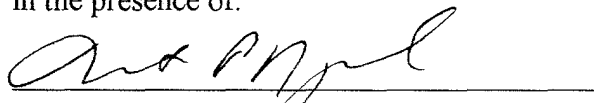
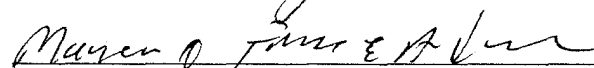
Signed and acknowledged
in the presence of:

ICX CORPORATION, Lessor

By: Name/Title: James T. Lewis SVP

Signed and acknowledged
in the presence of:

WESTERN FUELS ASSOCIATION, INC.

By: Name/Title: CBO

State of Ohio)
) ss:
County of Cuyahoga)

BEFORE ME, a Notary Public in and for said County and State, personally appeared ICX Corporation, an Ohio corporation (the "Corporation"), by OT LOVINS its Senior Vice President who acknowledged that he signed the foregoing Memorandum of Lease and that the same is his free act and deed, individually and as an officer of the Corporation, and the free act and deed of the Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at Cleveland, Ohio, this 14th day of September, 1997.



My commission
expires 9/22/01
Recorded in
Lake County

Gretchen M. Bunnell
Notary Public

State of Wyoming)
County of Platte) SS:

BEFORE ME, a Notary Public in and for said County and State, personally appeared Western Fuels Association, Inc., a Wyoming corporation (the "Corporation"), by Fred Palmer its Gen. Mgr. / CEO who acknowledged that he signed the foregoing Memorandum of Lease and that the same is his free act and deed, individually and as an officer of the Corporation, and the free act and deed of the Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at Platte, Wyoming, Colorado, this 29 day of August, 1997.

Comm Exp October 27, 1997

Notary Public

KEE E. Johnson
P.O. Box 64
Wheatland, WY 82201